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*Attorneys for Debtors and Reorganized Debtors*

**UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION**

**In re:**

**PG&E CORPORATION,**

**- and -**

**PACIFIC GAS AND ELECTRIC  
COMPANY,**

**Debtors.**

- ☐ Affects PG&E Corporation  
☐ Affects Pacific Gas and Electric Company  
☒ Affects both Debtors

*\* All papers shall be filed in the Lead Case, No. 19-30088 (DM).*

Bankruptcy Case No. 19-30088 (DM)

Chapter 11

(Lead Case) (Jointly Administered)

**DECLARATION OF ROBB MCWILLIAMS  
IN SUPPORT OF REORGANIZED  
DEBTORS' TWENTY-SECOND THROUGH  
SEVENTEENTH OMNIBUS OBJECTIONS  
TO CLAIMS (SATISFIED CLAIMS)**

**Response Deadline:  
November 3, 2020, 4:00 p.m. (PT)**

**Hearing Information If Timely Response Made:**

Date: November 17, 2020

Time: 10:00 a.m. (Pacific Time)

Place: (Telephonic Appearances Only)

United States Bankruptcy Court

Courtroom 17, 16th Floor

San Francisco, CA 94102

1 I, Robb C. McWilliams, pursuant to section 1746 of title 28 of the United States Code, hereby  
2 declare under penalty of perjury that the following is true and correct to the best of my knowledge,  
3 information, and belief:

4 1. I am a Managing Director at the firm of AlixPartners, LLP ("**AlixPartners**"), which is  
5 an affiliate of both AlixPartners, LLC and AP Services, LLC, ("**APS**"), which provided interim  
6 management services to Pacific Gas and Electric Corporation and Pacific Gas and Electric Company, as  
7 debtors and reorganized debtors (collectively, the "**Debtors**," or, as reorganized pursuant to the Plan, the  
8 "**Reorganized Debtors**") in the above-captioned chapter 11 cases (the "**Chapter 11 Cases**"). I submit  
9 this Declaration in support of the *Reorganized Debtors' Twenty-Second Omnibus Objection to Claims*  
10 (*Satisfied Claims*) (the "**Omnibus Objection**"),<sup>1</sup> filed contemporaneously herewith.

11 2. In my current position, I am responsible for overseeing the Bankruptcy Case Management  
12 component of AlixPartners' assignment to assist the Reorganized Debtors with various matters related  
13 to these Chapter 11 Cases. My area of responsibility includes the effort by AlixPartners, in coordination  
14 with the Reorganized Debtors, to review and assess the validity of all claims asserted against the Debtors,  
15 other than (a) Fire Claims and Subrogation Wildfire Claims and (b) providing limited support with  
16 respect to Securities Claims. I am generally familiar with the Reorganized Debtors' day-to-day  
17 operations, financing arrangements, business affairs, and books and records. Except as otherwise  
18 indicated herein, all facts set forth in this Declaration are based upon my personal knowledge, the  
19 knowledge of other APS professionals working under and alongside me on this matter, my discussions  
20 with the Reorganized Debtors' personnel, the Reorganized Debtors' various other advisors and counsel,  
21 and my review of relevant documents and information prepared by the Reorganized Debtors. If called  
22 upon to testify, I would testify competently to the facts set forth in this Declaration. I am authorized to  
23 submit this declaration on behalf of the Reorganized Debtors.

24 3. The AlixPartners team under my supervision has been actively and intimately involved  
25 in the claims review and reconciliation process since shortly after the filing of these Chapter 11 Cases.  
26 AlixPartners initially assisted the Debtors in the preparation of their bankruptcy schedules based on the

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28 <sup>1</sup> Capitalized terms used but not otherwise defined herein have the meanings ascribed to such terms in  
the Omnibus Objections.

1 Debtors' books and records. As claims were filed, AlixPartners coordinated with the Debtors the process  
2 of reconciling filed claims with the Debtors' schedules and books and records to determine the validity  
3 of filed claims based on those schedules and books and records. AlixPartners has developed and  
4 maintains a claims reconciliation database and various data management applications that are used by  
5 the Reorganized Debtors and AlixPartners to identify both valid claims as well as claims that are not  
6 valid in whole or in part and the appropriate grounds for objection to such claims. AlixPartners is now  
7 supporting, and will continue to support, the efforts of the Reorganized Debtors and their counsel to  
8 resolve disputed claims, including by formal objections as necessary.

9 4. As part of the claims review and reconciliation process described above, the AlixPartners  
10 team, working with the Reorganized Debtors' personnel and other professionals, has identified a number  
11 of filed and scheduled claims that have been fully paid—and thus completely satisfied and released—  
12 prior to the commencement of or over the course of these Chapter 11 Cases. The Omnibus Objections  
13 are directed to some of those claims—those specifically identified in **Exhibit 1** to each Omnibus  
14 Objection, in the column headed "Claims To Be Disallowed And/Or Expunged," and referred to in the  
15 Omnibus Objections as "Satisfied Claims." **Exhibit 1** to each Omnibus Objection was prepared by the  
16 AlixPartners team under my overall supervision, and I am familiar with both documents, their contents,  
17 and the process under which they were prepared.

18 5. **Exhibit 1** to each Omnibus Objection also identifies in the "Basis for Objection" that the  
19 Satisfied Claims are classified as:

- 20 a. "Cure Payments," referring to Claims paid in their entirety as a cure as part of the  
21 assumption of an executory contract or unexpired lease that was assumed on the  
22 Effective Date pursuant to the Plan and Confirmation Order; (b)  
23 b. "MLX Claims" or "Engineering Advances and Other Refunds" based on prepetition  
24 refund obligations asserted under the Debtors' customer programs, such as the  
25 mainline extension and interconnection programs (the "**MLX Programs**"),  
26 engineering advances when Customers apply for new line extension or relocation  
27 projects, which are applied to the cost of the project (the "**Engineering Advances**"),  
28 and various other small refund programs (the "**Engineering Advances and Other**

**Refunds**”). These refunds were paid by the Debtors pursuant to the *Final Order Pursuant to 11 U.S.C. §§ 105(a), 363(b), and 507(a)(7) and Fed. R. Bankr. P. 6003 and 6004 (I) Authorizing Debtors to (A) Maintain and Administer Customer Programs, Including Public Purpose Programs, and (B) Honor Any Prepetition Obligations Relating Thereto; and (II) Authorizing Financial Institutions to Honor and Process Related Checks and Transfer* [Docket No. 843].

c. “EGI Claims” based on prepetition refund obligations asserted under the Debtors’ Electric Generation Interconnection program (“**EGI**”). EGI refunds were paid by the Debtors pursuant to Order Granting Stipulation Between the Debtors and Ad Hoc Group of Interconnection Customers to Permit Payment of Certain Pass-Through Amounts [Docket No. 4790] (the “**Interconnection Stipulation Order**”). Each Claimant retains its non-bankruptcy remedies with respect to post-petition claims under EGI.

d. Other Satisfied,” referring to claims that have otherwise been satisfied prior to or during the pendency of these Chapter 11 Cases, in most cases by payments pursuant to an order granting one of the Debtors’ first day motions.

6. Based on AlixPartners' review of the Reorganized Debtors' books and records and my team's consultations with the Reorganized Debtors' personnel, each of the Satisfied Claims identified on **Exhibit 1** to each Omnibus Objection has been satisfied prior to or over the course of the Chapter 11 Cases.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information, and belief. Executed this eighth day of October, 2020, in Dallas, Texas.

/s/ Robb McWilliams  
Robb McWilliams